

REQUEST FOR PROPOSALS (RFP)
SUCCESSOR AGENCY OF THE FORMER
REDEVELOPMENT AGENCY OF
THE CITY OF MILPITAS

Sale of Real Property: 3.34 Acres
NWC Alder Drive and Barber Lane
APN 086-02-086
Milpitas, CA 95035

Proposals due NLT 5:00 P.M., PST, January 6, 2016

**NWC Alder Drive and Barber Lane
APN 086-02-086
Milpitas, California 95035**

INTRODUCTION

This is a second Request for Proposals (RFP) by the Successor Agency to the Redevelopment Agency of the City of Milpitas ("Successor Agency") inviting proposals from qualified Proposers to purchase property located in the City of Milpitas at the NWC of Alder Drive and Barber Lane (APN 086-02-086) ("Site"). A previous issuance resulted in two proposals which did not meet the requirements of the RFP. Among other things, this RFP clarifies language, updates statutory requirements for the sale, increases the minimum offer, and provides for a longer Due Diligence Period. A Parcel Map View of the Property is attached at the end of this RFP as "Attachment A." An Aerial View is attached as "Attachment B."

The former Redevelopment Agency of the City of Milpitas owned the property until the Redevelopment Agency was dissolved pursuant to Assembly Billx1 26 ("ABx1 26"). The Successor Agency is now responsible for disposing of the property, which was included in the Successor Agency's Long Range Property Management Plan.

DUE DATE AND TIME

Proposals are due not later than **WEDNESDAY, JANUARY 6, 2016, AT 5 P.M.**

BACKGROUND

Milpitas is a general law city incorporated in 1954 and has grown from the "Little Cornfields" then to a major city with over 70,000 people now. The City is conveniently located beside Silicon Valley's east foothills, where there are endless opportunities, civic pride and the ease of 'one-stop' living.

The Site is located within the former Milpitas Redevelopment Proposal Area and was owned by the former Redevelopment Agency, which purchased the property on December 20, 2004.

ABX1 26 amended by AB 1484 and SB 107 (collectively the "Dissolution Law") and codified in the California Health & Safety Code dissolved redevelopment agencies in California as of February 1, 2012. Pursuant to the Dissolution Law, all non-housing properties owned by the Redevelopment Agency were transferred to the Successor Agency. The Successor Agency addressed the disposition of the subject property in its Long Range Property Management Plan ("LRPMP") which was approved by the California Department of Finance on March 9, 2015. The Successor Agency is now seeking a qualified Proposer to purchase the Site.

The Dissolution Law provides for oversight of Successor Agency wind-down activities by an Oversight Board comprised of seven members. The Successor Agency will review the proposals and transmit its recommendations to the Oversight Board. An Ad Hoc Committee of the Oversight Board will also review the proposals and make recommendations to the Oversight Board. The Oversight Board will hold a public meeting to consider recommendations and will take action on the recommendations. The Oversight Board's action on approval of a proposal will be submitted to the California Department of Finance.

PROPOSAL REQUIREMENTS

1. The Successor Agency is seeking proposals from qualified Proposers to purchase the Site at not less than fair market value.
2. Completing the property sale in a timely manner is especially important to the Successor Agency and the Oversight Board.
3. Closing shall be on an all-cash basis, not later than one hundred eighty (180) days following approval of the Proposer's offer by the Oversight Board.
4. Sale of the property is to be done expeditiously and in a manner aimed at maximizing the value to the taxing entities.
5. Offers of less than six million five hundred thousand dollars (\$6,500,000) will automatically be considered non-responsive and will not be forwarded to the Oversight Board for consideration.
6. No warranty, express or implied, other than clean title will be provided by Seller.
7. Proposals are required to meet the requirements of this RFP.

PROPERTY DATA

1. The Site is located at the NWC of Alder Drive and Barber Lane, Milpitas, California, 95035.
2. The Site consists of Assessor Parcel Number 086-02-086.
3. The Site is vacant and there is no current or planned use for the property.
4. The Site is zoned "Industrial Park" by the City of Milpitas. Hotels are permitted on the Site with a Conditional Use Permit ("CUP"). Proposers shall familiarize themselves with all City of Milpitas' zoning and entitlement issues relating to the site, and make an independent determination of whether the site can be developed for the purpose intended by the Proposer.
5. Zoning and Planning Ordinances are found in the Milpitas Municipal Code and which, along with the General Plan, may be accessed at <http://www.ci.milpitas.ca.gov/government/planning/default.asp>.
6. The Site is approximately 3.34 acres in size.

MATERIALS REQUIRED TO BE SUBMITTED

1. The prospective Proposer shall:

- Submit one (1) original mailed or delivered Proposal together with the attached Cashier's Check for the Initial Deposit (described below) to:

Tom Williams
City Manager
City of Milpitas
455 East Calaveras Boulevard
Milpitas, CA 95035-5479

AND the prospective Proposer shall also:

- Simultaneously submit an emailed copy of the Proposal with a scanned copy of the Cashier's Check for the Initial Deposit as follows:
 - To Tom Williams, City Manager, at twilliams@ci.milpitas.ca.gov. **AND**
 - To Hilda Cantú Montoy, Oversight Board Counsel at: hildac@montoylaw.com.

In order to be considered responsive, the mailed and/or delivered copy and check and the e-mailed copies must all be received not later than 5:00 PM on January 6, 2016. Proposers are encouraged to submit their proposals early so as not to risk unanticipated delays that could invalidate their offer and to utilize delivery confirmation services.

All Proposals must include the following sections in the order enumerated below:

2. PURCHASE PRICE AND FINANCIAL CAPACITY

The Proposal shall include the following information:

- a. An all-cash purchase price offer six million five hundred thousand dollars (\$6,500,000) or more and information supporting the offer.

Note: Per Dissolution Law, the property must be sold at fair market value.

- b. Proof of the Proposer's financial capacity to purchase the property and readiness to proceed.

- c. Proposer Information

- (i) Name, address, phone and fax numbers for the lead Purchasing Entity (e.g., corporation, joint venture, limited partnership, etc.) and date of legal establishment.

- (ii) Name, title, address, phone and fax numbers, and email address of the person designated as the Primary Contact for the Purchasing Entity.
- (iii) Other relevant information.

3. TERMS AND CONDITIONS

The Proposal shall include:

- a. Acceptance of the requirements and the terms and conditions of sale set forth in this RFP.
- b. Initial Deposit: A deposit of two hundred fifty thousand dollars (\$250,000) in the form of a Cashiers' Check shall be attached to the written offer, made out to the "Successor Agency to the Milpitas Redevelopment Agency." Only the Successful Proposer's check will be deposited. All other Initial Deposit Checks will be returned to the respective Proposer uncashed.
- c. Additional Deposit: Within ten (10) business days from the execution of the Purchase Sale Agreement, the Successful Proposer will be required to increase the deposit to ten percent (10%) of the purchase price.
- d. Within ten (10) days of approval by the Oversight Board, the Successful Proposer shall execute a Purchase and Sale Agreement for the Property reflecting the terms approved by the Oversight Board which shall be in substantial conformance to that attached hereto. The Purchase and Sale Agreement shall provide for a one hundred twenty (120) day Due Diligence Period. The Due Diligence Period shall commence upon full execution of the Purchase Sale Agreement by the parties.
- e. The full Initial Deposit and Additional Deposit (hereafter collectively called "DEPOSIT" shall be refunded upon notification by the Successful Proposer within the first (30) days of the Due Diligence Period that it is cancelling the contract.
- f. Seventy five percent (75%) of the DEPOSIT shall be refunded upon notification by the Successful Proposer more than thirty (30) but less than (60) days of the Due Diligence Period that it is cancelling the contract.
- g. Fifty percent (50%) of the DEPOSIT shall be refunded upon notification by the Successful Proposer more than sixty (60) but less than ninety (90) days of the Due Diligence Period that it is cancelling the contract.
- h. Twenty five percent (25%) of the DEPOSIT shall be refunded upon notification by the Successful Proposer more than ninety (90) but less than one hundred twenty (120) days of the Due Diligence Period that it is cancelling the contract.
- i. Upon release of the Due Diligence Contingency, or, at the end of the one hundred twenty (120) day Due Diligence Period if the Successful Proposer has not cancelled

the contract by that date, the DEPOSIT shall be non-refundable. If the Purchase and Sale Agreement is not cancelled by the Successful Proposer, the Proposer will be responsible for purchasing the Site on an all cash basis with closing to occur not later than one hundred eighty (180) days following approval of the Proposer's offer by the Oversight Board.

SELECTION CRITERIA

All statements and numbers submitted in response to this RFP will be reviewed and evaluated by the Successor Agency and the Oversight Board. It is anticipated that the Oversight Board will make its determination as to the Successful Proposer within thirty (30) days after the proposals are received.

Proposals for this Site will be evaluated on completeness, the purchase price, any value identified by the proposal, and whether they meet the requirements set forth in this RFP.

RIGHTS RESERVED

The Successor Agency and Oversight Board retain the right to:

- Reject any and all proposals;
- Reject conditional or incomplete proposals or any proposal containing alterations of form or additions not called for, or irregularities of any kind;
- Determine which proposal, if any, is the best;
- Waive any irregularity in any proposal;
- Withdraw any and all of the described real property from the market;
- Approve the final Purchase and Sale Agreement; and
- Negotiate terms and conditions of a proposal with one or more Proposer.

Issuance of this RFP does not commit the Successor Agency or Oversight Board to select a proposer, pay any costs incurred in the preparation of a response to the RFP, award any contract or rights, or take any further actions regarding sale of the Property.

QUESTIONS; CORRESPONDENCE

Questions regarding this RFP shall be submitted in writing as follows:

- Hilda Cantú Montoy, Oversight Board Special Counsel, is the contact for questions regarding the RFP and RFP process. Her email address is Email: hildac@montoylaw.com.
- Bill Ekern, City of Milpitas Planning and Neighborhood Services Director, is the contact for land use and development-related questions in the City of Milpitas. His email address is bekern@ci.milpitas.ca.gov.

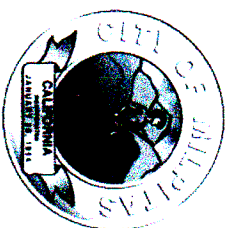
ATTACHMENT A

Parcel Map View

ATTACHMENT B
Aerial View

Assessor's Parcels

GID:	15955
APN:	8602086
Zoning Description:	MP
Zone:	Industrial
Zoning Overlay:	RE
GP Land Use:	INP
RDA:	Amendment 2
Midtown:	False
PUD:	False
Scenic Corridor:	False
Cultural Resource:	0
Historic Inventory:	False
Precise Plan:	False
Non Conf Use:	False
Transit Area:	False
Second Overlay:	True
Vacant:	True
Undeveloped:	True
Area:	145605.5
Area Acres:	3.34264302112029
Flood Zone:	X
Flood Zone Percent:	100
BFE Static:	-
Depth:	-
FIRM Adjustment:	-
FIRM Adjustment Type:	-
FIRM Adjustment Date:	-
Adjustment Case No:	-
File Name:	-
FIRM Map Panel:	06085C0066J
FIRM Panel Percent:	100
FIRM Date:	2/19/2014
LOMR Case No:	-
LOMR Percent:	-
LOMR Date:	-
FIRM Quad Name:	Milpitas
FIRM Quad No:	37121-D8
FIRM Quad Percent:	100
Pending Adjustment:	-
User Modified By:	hong
Source Date:	2013-07-29 14:09:40



RFP 2
Parcel 8602086

This map is a product of the
City of Milpitas GIS

